

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re	:
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:
f/k/a General Motors Corp., <i>et al.</i>	:
	:
	:
Debtors.	:
	:
-----X	

Chapter 11 Case No.
09-50026 (REG)
(Jointly Administered)

CERTIFICATE OF PUBLICATION

I, Angela Ferrante, certify as follows:

1. I am a Director with the Business Reorganization Department of the Melville office of The Garden City Group, Inc., the claims and noticing agent for the debtors and debtors-in-possession (the "Debtors") in the above-captioned proceeding. The business address for the Melville office is 105 Maxess Road, Melville, New York 11747

2. On July 6, 2009, at the direction of Weil, Gotshal & Manges LLP, counsel for the Debtors, I caused publication of the **Notice of Final Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors' Estates (Docket No. 2539)** in the following publications:

Publication Name

The New York Times, National

The Wall Street Journal, National

3. I certify under penalty of perjury that, to the best of my knowledge, the foregoing is true and correct.

Dated: Melville, New York
July 29, 2009

/s/ Angela Ferrante
Angela Ferrante

LEGAL NOTICES

BANKRUPTCIES

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re
GENERAL MOTORS
CORP., et al., Debtors.

Chapter 11 Case No.
09-50026 (REG)
(Jointly Administered)

NOTICE OF FINAL ORDER ESTABLISHING NOTIFICATION PROCEDURES AND APPROVING RESTRICTIONS ON CERTAIN TRANSFERS OF INTERESTS IN THE DEBTORS' ESTATES TO ALL PERSONS OR ENTITIES WITH EQUITY INTERESTS IN THE DEBTORS'

PLEASE TAKE NOTICE that on June 1, 2009 (the "Commencement Date"), General Motors Corporation ("GM") and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the "Debtors") commenced a case under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). Section 362(a) of the Bankruptcy Code operates as a stay of any act to obtain possession of property of the Debtors' estates or of property from the Debtors' estates or to exercise control over property of the Debtors' estates.

PLEASE TAKE FURTHER NOTICE that on June 25, 2009 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), having jurisdiction over this chapter 11 case, upon motion of the Debtors (the "Motion"), entered a final order (docket number 2539) (i) finding that the Debtors' net operating loss carryforwards ("NOLs") and certain other tax attributes, including their foreign tax credit and other excess credit carryforwards (together with the NOLs, the "Tax Attributes") are property of the Debtors' estates and are protected by section 362(a) of the Bankruptcy Code, (ii) finding that trading in GM common stock (the "GM Stock") could severely limit the Debtors' ability to use the Tax Attributes for purposes of the Internal Revenue Code of 1986, as amended (the "Tax Code"), and (iii) approving the procedures set forth below to preserve the Tax Attributes pursuant to sections 105(a) and 362(a) of the Bankruptcy Code retroactively effective as of the Commencement Date (the "Final Order"). ANY ACQUISITION IN VIOLATION OF THE RESTRICTIONS SET FORTH BELOW SHALL BE NULL AND VOID AB INITIO AS AN ACT IN VIOLATION OF THE AUTOMATIC STAY UNDER SECTIONS 105(A) AND 362 OF THE BANKRUPTCY CODE.

PLEASE TAKE FURTHER NOTICE that the following procedures and restrictions have been approved by the Bankruptcy Court and shall apply to holding and trading in GM Stock.

(1) **Notice of Substantial GM Stock Ownership.** Any person or entity (as such term is defined in section 382 of the Code, including persons acting pursuant to a formal or informal understanding among themselves to make a coordinated acquisition) that beneficially owns, at any time on or after the Commencement Date, GM Stock in an amount sufficient to qualify such person or entity as a Substantial Equityholder (as hereinafter defined) shall file with the Court, and serve upon the Debtors, the attorneys for the Debtors, and the attorneys for any statutory committee of unsecured creditors appointed in these cases (the "Creditors' Committee"), a Notice of Substantial GM Stock Ownership (a "Substantial Ownership Notice") (visit www.nysb.uscourts.gov or www.gmccourtorders.com), which describes specifically and in detail the GM Stock ownership of such person or entity, on or before the date that is the later of: (a) ten (10) days after the entry of the Interim Order or Final Order, as applicable, and (b) ten (10) days after that person or entity qualifies as a Substantial Equityholder. At the holder's election, the Substantial Ownership Notice to be filed with the Court (but not such notice served upon the Debtors or the attorneys for the Debtors and the attorneys for the Creditors' Committee) may be redacted to exclude such holder's taxpayer identification number and the number of shares of GM Stock that such holder beneficially owns.

(2) **Acquisition of GM Stock or Options.** At least fifteen (15) business days prior to the proposed date of any transfer of equity securities (including Options, as hereinafter defined, to acquire such securities) that would result in an increase in the amount of GM Stock beneficially owned by any person or entity that currently is or subsequently becomes a Substantial Equityholder or that would result in a person or entity becoming a Substantial Equityholder (a "Proposed Equity Acquisition Transaction"), such person, entity or Substantial Equityholder (a "Proposed Equity Acquirer") shall file with the Court, and serve upon the Debtors, the attorneys for the Debtors, and the attorneys for the Creditors' Committee, a Notice of Intent to Purchase, Acquire, or Otherwise Accumulate GM Stock (an "Equity Acquisition Notice") (visit www.nysb.uscourts.gov or www.gmccourtorders.com), which describes specifically and in detail the proposed transaction in which GM Stock is to be acquired. At the holder's election, the Equity Acquisition Notice that is filed with the Court (but not such notice served upon the Debtors, the attorneys for the Debtors and the attorneys for the Creditors' Committee) may be redacted to exclude such holder's taxpayer identification number and the number of shares of GM Stock that such holder beneficially owns and proposes to purchase or otherwise acquire.

(3) **Disposition of GM Stock or Options.** At least fifteen (15) business days prior to the proposed date of any transfer or other disposition of equity securities (including Options to acquire such securities) that would result in a decrease in the amount of GM Stock beneficially owned by a Substantial Equityholder or that would result in a person or entity ceasing to be a Substantial Equityholder (a "Proposed Equity Disposition Transaction"), such person, entity or Substantial Equityholder (a "Proposed Equity Transferor") shall file with the Court, and serve upon the Debtors, the attorneys for the Debtors, and the attorneys for the Creditors' Committee, a Notice of Intent to Sell, Trade, or Otherwise Transfer GM Stock (an "Equity Disposition Notice"), and together with an Equity Acquisition Notice, an "Equity Trading Notice" (visit www.nysb.uscourts.gov or www.gmccourtorders.com), which describes specifically and in detail the proposed transaction in which GM Stock would be transferred. At the holder's election, the Equity Disposition Notice that is filed with the Court (but not such notice served upon the Debtors, the attorneys for the Debtors and the attorneys for the Creditors' Committee) may be redacted to exclude such holder's taxpayer identification number and the number of shares of GM Stock that such holder beneficially owns and proposes to sell or otherwise transfer.

(tee) may be redacted to exclude such holder's taxpayer identification number and the number of shares of GM Stock that such holder beneficially owns and proposes to sell or otherwise transfer.

(4) **Objection Procedures.** The Debtors and the Creditors' Committee shall have ten (10) business days after the filing of an Equity Trading Notice (the "Equity Trading Notice") to file with the Court and the Debtors a Proposed Equity Transfer or a Proposed Equity Transferor, as the case may be, an objection to any proposed transfer of equity securities (including Options to acquire such securities) described in such Equity Trading Notice on the grounds that such transfer may adversely affect the Debtors' ability to utilize the Tax Attributes (an "Equity Objection") as a result of an ownership change under section 382 or section 383 of the Tax Code.

(i) If the Debtors or the Creditors' Committee do not file an Equity Objection by the Equity Objection Deadline, or if the Debtors and the Creditors' Committee provide written authorization to the Proposed Equity Transferor of the Proposed Equity Transfer, as the case may be, approving the Proposed Equity Transfer, prior to the Equity Objection Deadline, then such Proposed Equity Transfer may proceed solely as specifically described in the Equity Trading Notice. Any further Proposed Equity Transfer may be the subject of additional notices as set forth herein with an additional fifteen (15) business day waiting period.

(ii) If the Debtors or the Creditors' Committee do not file an Equity Objection by the Equity Objection Deadline, or if the Debtors and the Creditors' Committee provide written authorization to the Proposed Equity Transferor of the Proposed Equity Transfer, as the case may be, approving the Proposed Equity Transfer, prior to the Equity Objection Deadline, then such Proposed Equity Transfer may proceed solely as specifically described in the Equity Trading Notice. Any further Proposed Equity Transfer may be the subject of additional notices as set forth herein with an additional fifteen (15) business day waiting period.

(iii) **Unauthorized Transactions in GM Stock or Options.** Effective as of the Commencement Date and until further order of the Court to the contrary, any acquisition, disposition or other transfer of equity securities (including Options to acquire such securities) of the Debtors in violation of the procedures set forth herein shall be null and void ab initio as an act in violation of the automatic stay under sections 105(a) and 362 of the Bankruptcy Code.

(iv) **Definitions.** For purposes of the Final Order, the following terms shall have the following meanings:

(i) **Substantial Equityholder.** A "Substantial Equityholder" is any person or entity that beneficially owns at least 27,000,000 shares of GM's common stock ("GM Common Stock") (representing approximately 4.5% of all issued and outstanding shares of GM's common stock).

(ii) **Beneficial Ownership.** "Beneficial ownership" (or any variation thereof of GM Stock and Options) to acquire GM Stock shall be determined in accordance with applicable rules under section 382 of the Tax Code, the U.S. Department of Treasury regulations ("Treasury Regulations") promulgated thereunder and rulings issued by the Internal Revenue Service, and, thus, to the extent provided in those rules, from time to time shall include, without limitation, (A) direct and indirect ownership (e.g., a holding company would be considered to beneficially own all stock owned or acquired by its subsidiaries), (B) ownership by a holder's family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of stock, and (C) in certain circumstances set forth in Treasury Regulations Section 1.382-4, the ownership of an Option to acquire GM Stock.

(iii) **Option.** An "Option" to acquire stock includes any contingent purchase, warrant, convertible debt, put, stock subject to risk of forfeiture, contract to acquire stock, or similar interest regardless of whether it is contingent or otherwise not currently exercisable, and

(iv) **GM Stock.** "GM Stock" shall mean GM Common Stock. For the avoidance of doubt, by operation of the definition of beneficial ownership, an owner of an Option to acquire GM Stock may be treated as the owner of such GM Stock.

FAILURE TO FOLLOW THE PROCEDURES SET FORTH IN THIS NOTICE WILL CONSTITUTE A VIOLATION OF THE AUTOMATIC STAY PRESCRIBED BY SECTION 362 OF THE BANKRUPTCY CODE.

ANY PROHIBITED ACQUISITION OR OTHER TRANSFER OF GM STOCK IN VIOLATION OF THE FINAL ORDER WILL BE NULL AND VOID AB INITIO AND MAY LEAD TO CONTEMPT, COMPENSATORY DAMAGES, PUNITIVE DAMAGES, OR SANCTIONS BEING IMPOSED BY THE BANKRUPTCY COURT.

THE DEBTORS MAY WAIVE, IN WRITING, ANY AND ALL RESTRICTIONS, STAYS, AND NOTIFICATION PROCEDURES CONTAINED IN THE FINAL ORDER, PROVIDED THAT PENDING AND AFTER THE 363 TRANSACTION, THE DEBTORS SHALL NOT GRANT ANY WAIVER WITHOUT THE WRITTEN CONSENT OF NEW GM, WHICH CONSENT SHALL NOT BE UNREASONABLY WITHHELD.

PLEASE TAKE FURTHER NOTICE that a copy of the Motion (including exhibits) is available for inspection by accessing the website of the Bankruptcy Court at www.nysb.uscourts.gov, or of the Debtors' notice and claims agent, The Garden City Group, Inc., at www.gmccourtorders.com.

PLEASE TAKE FURTHER NOTICE that any person or entity desiring to acquire an interest restricted by the Final Order may request relief for cause at any time and the Debtors may oppose such relief.

PLEASE TAKE FURTHER NOTICE that the requirements set forth in this Notice are in addition to the requirements of Bankruptcy Rule 3001(e) and applicable securities, corporate, and other laws, and do not excuse compliance therewith.

BY ORDER OF THE COURT

Dated New York, New York
June 25, 2009

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone (212) 310-8000
Facsimile (212) 310-8007
Attorneys for Debtors
and Debtors in Possession

All capitalized terms not expressly defined herein shall have the meaning ascribed to them in the Motion.

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PUBLIC NOTICES

Notice to Investors in the Mortgage Asset Backed Pass-Through Certificates RALI Series 2006-Q02, 2006-Q03 and 2006-Q06 Securitizations

Goldman, Sachs & Co. ("Goldman Sachs") wishes to inform holders of the Mortgage Asset Backed Pass-Through Certificates RALI Trust Series 2006-Q02, 2006-Q03 and 2006-Q06 securitizations ("RALI 2006-Q02," "RALI 2006-Q03" and "RALI 2006-Q06," respectively) that it has become aware of an inconsistency between the definition of "Trigger Event" in the Final Term Sheets for the respective transactions, on one hand, and the Prospectus Supplements (and Pooling and Servicing Agreements) for the respective transactions, on the other. Goldman Sachs highlights this discrepancy to inform certificateholders that the distribution payments to be made with respect to certain classes of certificates for the respective transactions may not be consistent with the structure described in the Term Sheets.

Pursuant to the Term Sheets, in the event of certain realized losses, proceeds from the mortgage loans are to be distributed such that principal collections on the mortgage loans are allocated sequentially to reduce the principal balance of the Class A-1 certificates first, the Class A-2 certificates second and the Class A-3 certificates third. Pursuant to the Prospectus Supplements (and Pooling and Servicing Agreements), however, principal collections are allocated to Classes A-1, A-2 and A-3 on a pro rata basis.

The definition of "Trigger Event" in the Prospectus Supplements (and the Pooling and Servicing Agreements) requires the occurrence of a "Stepdown Date," which in turn requires that the aggregate stated principal balance of the mortgage loans exceed the aggregate certificate principal balance of the Class A and Class M certificates by certain specified amounts. Under this definition, even if certain realized losses reach the levels specified in subparagraph (ii) of the definition, a Trigger Event will not be in effect unless a "Stepdown Date" has occurred. In contrast, under the definition of "Trigger Event" in the Term Sheets, if realized losses reach the specified levels, a "Trigger Event" will occur regardless of whether a "Stepdown Date" has occurred.

We have discussed this matter with Residential Funding Company LLC (the master servicer and sponsor), and with U.S. Bank National Association and Deutsche Bank Trust Company Americas (the trustees) and to date no action has been taken to address the issue.

If you have any questions, please contact Sang Kim at (212) 902-8680.

BIDS & PROPOSALS

GLOBAL NOTICE INVITING TENDER

M/s. Worley Parsons Engineering Pvt. Ltd. on behalf of Hindustan Petroleum Corporation Limited (HPCL) invites tenders under Single Stage two bids system from eligible Bidders for GGS Products Evacuation Project, as per details given in the Tender Document:

TENDER NO.: 0435-JH0902-00-PP-RFQ-0005.

ITEM: Supply of Density Meters (Vibrating Tube Type)

Sale Period for Bid Document	From 01/07/2009 to 20/07/2009
Bid Due Date & Time	Upto 15.00 Hrs (IST) on 21/07/2009
Unpriced Bid Opening Date & Time	At 15.30 Hrs (IST) on 21/07/2009
Bid Security:	
Indian Bidder	Rs. 200,000.00
Foreign Bidder	US\$ 4,500.00
Tender Document Fee	
For Indian Bidder	Rs. 5,000.00
For Foreign Bidder	US\$ 100.00

For further details visit HPCL's website:

<http://www.hindustanpetroleum.com> or

www.worleyparsons.com/mumbaienders

Contact Detail: Sr. Manager Procurement, Worley Parsons Engineering Pvt. Ltd., Sanghi Oxygen Compound, 1, Mahal Industrial Estate, Mahakali Caves Road, Andheri (E), Mumbai 400 033 Tel: 91-22-67818000 Fax: 91-22-67818080

SAVE FUEL YARNI SAVE MONEY

MEDIA & MARKETING

ADVERTISING



Quantcast CEO Konrad Feldman, left, and Chief Revenue Officer Todd Teresi

Quantcast Shakes Up Ad-Targeting Model

By JESSICA E. VASCCELLARO

In a test of the viability of small online-ad companies, Quantcast has launched a new online ad-targeting service that is being closely watched by advertisers and investors.

Quantcast, a high-profile San Francisco start-up, is one of dozens of young companies helping broker targeted display ads—which typically contain both text and images, and are aimed at audiences selected for such characteristics as age, income or even probable personality traits.

Some of these start-ups sell targeted ads directly on behalf of media companies and other Web publishers. Others—like Quantcast—provide data to help companies, such as General Electric's NBC Universal and Time Warner's Time Inc., sell targeted ads on their own.

Investors have poured millions of dollars into the fledgling businesses, hoping to discover the next Google or Yahoo that could change the way ads are sold online.

So far, few of the ad-targeting and data-brokering companies—which also include Audience Science and BlueKai—have become big, or even profitable. And lawmakers and regulators have stepped up inquiries into whether the ways they collect and crunch data on Web users' online behavior ought to be more tightly regulated to protect consumer privacy.

Quantcast, which has 65 employees, is attracting attention because it entered the ad-targeting business by the backdoor. In 2006, it started out by offering a free service that allowed Web publishers to track the types of people visiting their sites through software code it placed on the sites.

The service put Quantcast in competition with Nielsen and comScore, which track audiences based on the Web-surfing behaviors of panels of Internet users, among other methods.

Now Quantcast plans to translate the technology it has installed on more than 10 million Web sites into revenue. Its new media-buying service, known as Quantcast Media Program, begins by allowing advertisers to create a detailed profile of the types of people they want to reach. Then Quantcast finds Web sites using its measurement technology that are attracting those types of people. It takes a cut of the revenue from the resulting ads sold by the Web sites.

Independent online-media analyst Barry Parr says Quantcast's model of giving away audience data, and charging only when an advertiser buys ads, is likely to

appeal to advertisers more than other services that charge publishers upfront for their data.

Some Web sites question whether Quantcast sees enough online activity for its data to be valuable, noting that it still doesn't measure some of the largest sites on the Web. But Quantcast Chief Executive Konrad Feldman says roughly all U.S. Internet users hit a site it tracks every month, and that the real strength of the service is that it allows advertisers to build a custom target audience on the fly.

So far, few advertisers have purchased ads through the new service, which was announced last week. Home Depot has bought some on weather-tracking service Weather Underground, according to Richard Lowden, vice president of sales at the weather Web site. However, companies including Kia Motors and Virgin America are using Quantcast data to define the types of consumers they want to target online.

Quantcast faces keen competition in the display-ad market, ranging from smaller companies such as Specific Media Inc. to larger players like Yahoo and Time Warner's AOL.

David Zinman, Yahoo's vice president and general manager for display advertising, says his company recently launched a new ad-targeting service that allows advertisers to show display ads to visitors who searched for certain search terms. "We have data that is only available to Yahoo, and are using it in a very specific and customized way" for advertisers, he says.

Still, some ad professionals are enthusiastic about Quantcast's new service. "Yahoo can do many of the things that Quantcast can do, but they only see behavior on their own networks," says Jacki Kelley, president of North America for Universal McCann, a media agency owned by Interpublic Group. She says one of her clients is testing the Quantcast media-buying program.

Peter Naylor, senior vice president of digital media sales for NBC Universal, says he is more confident of Quantcast's data than that of other ad-targeting companies because it has helped NBC run a "fine-tooth comb" through its own audience. NBC used Quantcast to track its Olympics Web sites last year, for instance, and found significant differences between visitors to the site's gymnastics areas, compared with the equestrian ones.

As a result, NBC plans to roll out Quantcast's media-buying program across its online properties. "It helps us find more of an advertiser's target audience," Mr. Naylor says.

Ice Age, Transformers Tie

Associated Press

Prehistoric creatures and robots were in a photo finish for the Fourth of July box-office crown Sunday, with "Transformers: Revenge of the Fallen" and "Ice Age: Dawn of the Dinosaurs" tied with \$42.5 million each.

Final numbers Monday will sort out which movie actually came in first.

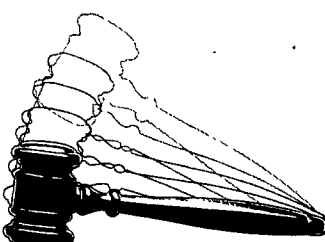
"I've seen squeakers before in my time, but never one like this,"

THE JOURNAL CROSSWORD

Solution to the puzzle of Friday, July 3

BAYS	MARSH	MELTS	BABA
ALAP	EVITA	IMOUT	ITEM
HONEST	ABEL	REBBE	GLIE
TEKWAR	SITARI	SIAND	DAIS
CELESTIAL	AVANT	FOVIE	
AMERICAN	BEAGLES	ONTAP	
RAD	DEEM	DRIVER	IDA
CROSBY	ZEILE	LIAISON	
KOHLER	SLIDES	RKO	
MEDIA	TELES	BYNAME	MGRS
ATLAS	UNCLES	SIAM	CORIS
ALICE	SPACER	BETATE	ST
ISMA	PINTOS	SKIN	IT
TIJUANA	TYPEA	ONSTAR	
ETIA	DEICHI	EIACH	BRIA

Be in the Legal Loop



Legal Notices in

NOTICE OF SALE

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re
Nortel Networks Inc. et al., Chapter No. 09-10138 (KG)
Debtors.

NOTICE OF PUBLIC AUCTION AND SALE HEARING
PLEASE TAKE NOTICE that on June 19, 2009, Nortel Networks Inc. ("NNTI") and certain of its affiliates ("Nortel"), including Debtor Nortel Networks International Inc. ("NNTI") and other Nortel entities subject to creditor protection proceedings in the United States and Canada (the "Sellers"), entered into an agreement (the "Agreement") to convey certain assets in Nortel's CDMA and LTE Business (together, the "Assets") to Nokia Siemens Networks B.V. (the "Purchaser"), as more fully set forth in that motion for approval of the Agreement and other related relief, filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") on June 19, 2009 (D.I. 931) (the "Sale Motion"). The Sellers seek to sell to the Purchaser or such other successful bidder(s) at an auction (the "Successful Bidder") the Assets covered by the Agreement free and clear of all liens, claims, encumbrances and other interests pursuant to section 363 of the Bankruptcy Code, except as set forth in the Agreement.

PLEASE TAKE FURTHER NOTICE that the terms and conditions of the proposed sale to the Purchaser are set forth in the Agreement attached to the Sale Motion. The Agreement represents the results of extensive marketing efforts conducted by the Sellers to obtain the highest and best offer for the Assets.

PLEASE TAKE FURTHER NOTICE that on June 30, 2009, the Bankruptcy Court entered an order (D.I. 1012) (the "Bidding Procedures Order") approving the bidding procedures (the "Bidding Procedures"), which set the key dates and times related to the sale of the Assets under the Agreement. All interested bidders should carefully read the Bidding Procedures.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Bidding Procedures Order, an auction (the "Auction") to sell the Assets will be conducted at the offices of Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10006 on July 24, 2009, at 9:30 a.m. (ET) (the "Auction Date"). Only the Sellers, the Purchaser, the Committee, the Bondholder Group, and the Monitor (and the advisors to each of the foregoing), any creditor of the Sellers and any other Qualified Bidder, that has timely submitted a Qualified Bid, shall attend the Auction in person, and only the Purchaser and such other Qualified Bidders will be entitled to make any subsequent bids at the Auction.

scheduled to be assumed by the Debtors, by counterparties to such agreements (the "Counterparty Agreements"), (iii) objections by Counterparties to the adequacy of the assurance of future performance by the Purchaser, and (iv) Counterparties to request adequate assurance information regarding bidders other than the Purchaser that will or may participate at the Auction (the "General Objection Deadline"). (b) July 21, 2009 at 4:00 p.m. (ET) as the Bid Deadline (as defined in the Bidding Procedures), and (c) July 27, 2009 at 4:00 p.m. (ET) as the deadline for supplemental objections with respect to objections regarding adequate assurance of future performance by Qualified Bidders other than the Purchaser.

PLEASE TAKE FURTHER NOTICE that all general objections to the relief requested in the Sale Motion, other than those made by Counterparties, must be: (a) in writing, (b) signed by counsel or attested to by the objecting party, (c) conform to the Bankruptcy Rules and the Local Rules, (d) filed with the Clerk of the Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801 by no later than the General Objection Deadline, or other applicable deadline as indicated above, and (e) served in accordance with the Local Rules so as to be received on or before the Objection Deadline by the following: (i) counsel to the Debtors Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10006, Fax (212) 225-3999 (Attn: James L. Bromley and Lisa M. Schweitzer) and Morris, Nichols, Arst & Tunnell LLP, 1201 North Market Street, Wilmington, Delaware 19801, Fax (302) 658-3989 (Attn: Derek C. Abbott), (b) counsel to the Purchaser Skadden, Arps, Slate, Meagher & Flom LLP & Affiliates, Four Times Square, New York, New York 10036, Fax (212) 735-2000 (Attn: N. Lynn Hiestand) and Skadden, Arps, Slate, Meagher & Flom LLP & Affiliates, One Rodney Square, P.O. Box 636, Wilmington, Delaware 19899, Fax (302) 651-3000 (Attn: Sarah E. Pierce and Gregg M. Galarini), (c) counsel to the Committee, Aklin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Fax (212) 872-1002 (Attn: Fred S. Hodara, Stephen Kuhn and Kenneth Davis) and Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Christopher M. Samis), and (d) counsel to the Bondholder Group Milbank, Tweed, Hadley & McCloy, One Chase Manhattan Plaza, New York, New York 10006, Fax (212) 822-5735 (Attn: Roland Hlawaty).

PLEASE TAKE FURTHER NOTICE that this notice is subject to the full terms and conditions of the Sale Motion, the Bidding Procedures Order and the Bidding Procedures and Nortel encourages parties in interest to review such documents in their entirety. Copies of the Sale Motion, the Agreement, and the Bidding Procedures Order (including the Bidding Procedures) are approved by the Bankruptcy

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Baker, Stephen	Katsenelson, Vitelly	Roth, Daphne	C2
Banerji, Anup	Korn, Michael	S	
Behraves, Nariman	Lichtenstein, John	Scholl, Tom	C1
Benchimol, Albert	Listug, Kurt	Schwartz, Peter	B6
Bramscher, Craig	Lou Jiwei	Sheng, Andrew	C2
Branca, John	M	Silbey, Victoria	B2
Buchholz, Carl M.	Martin, Chris	Simko, Sean	C3
C	McClain, John	Smith, Dennis	B1
Childs, John	McDermott, Chuck	Sohn, Sung Won	C3
Clarke, Troy	McMillan, L. Londell	Steenland, Douglas	B2
Connot, Mark	Miller, Dave	Stern, Nicholas	C2
D	Morrow, Tom	Stuart, Scott	B2
Danics, Neil	Murren, Jim	Stumpf, John	C1
Davis, George	N	T	
Davis, Jonathan	Nayakuti, Jyothi	Tew, Michael	C4
Dergarabedian, Paul	P	Thomas, Bradley	B4
Dunn, Brian	Parkin, Chris	Thompson, Ronald L.	B2
F	Parr, Barry	Trennert, Jason DeSena	C3
Feldman, Konrad	Perea, Carlos	V	
Ferrando, Jon	Perkins	Vellequette, Dave	B6
Forster, Carl-Peter	Perkins, Steve	Verleger, Phil	C1
Franks, Julian	Pursell, Dave	W	
Fridson, Martin	Q	Wallace, Bill	C4
G	Quinn, John	Wang, Jesse	C2
Given, Jeff	R	Werbin, Stan	B1
Gosbee, George F.J.	Raynor, Michael	White, Todd	C3
H	Real, Kim Sanchez	Wolf, Stephen	B2
Havenstein, Walt	Reddem, Vasundhara	Wolfensohn, James	C2
Hoover, Richard	Reddy, B. Madhava	Z	
Horsnell, Paul		Zinni, Anthony	B4
		Zinni, BAE's Anthony	B4

CORPORATE NEWS
Five Chrysler Directors Are Named

New Appointees Fill Out Nine-Member Board Ahead of Meeting in Late July

BY KATE LINEBAUGH

DETROIT—Chrysler Group LLC, seeking to rebuild after its exit from bankruptcy court, said five new directors were named to its board, finalizing the composition of the nine-member panel, which will hold its first meeting at the end of the month.

The new appointees are: George F.J. Gosbee, chairman and president of Tristone Capital Inc.; Douglas Steenland, former chief executive of Northwest Airlines; Scott Stuart, a founding partner of Sageview Capital LLC; Ronald L. Thompson, chairman of the board of trustees for Teachers Insurance and Annuity Association; and Stephen Wolf, chairman of R.R. Donnelley & Sons Co.

"The formal creation of our board of directors is another im-

portant step toward building a viable Chrysler Group for the long term," said acting Chairman C. Robert Kidder, in a statement.

The new management at Chrysler, which owes its survival to a U.S. government-financed restructuring, needs to devise a strategy to withstand the car market's current weakness while putting together a longer-term plan to expand Chrysler's vehicle lineup to include fuel-efficient small cars provided by its new alliance partner, Fiat SpA.

Fiat CEO Sergio Marchionne, who holds the same title at Chrysler, is in the process of determining which vehicle models

the company will continue to produce and where it will do so. Mr. Marchionne has set up a new management structure and aims to strengthen the identity of the company's three brands:

Dodge, Jeep and Chrysler. Fiat plans to produce its 500 subcompact in the U.S. as part of the alliance.

But with demand for new vehicles showing continued weakness and consumers concerned about the company's future, Chrysler's sales have suffered disproportionately. In June its sales fell 42% as the overall market's slide slowed to 28%. The company is also in the process of ramping up production after an extended shutdown during bankruptcy that left some dealers with short supply.

The new appointees to the board join Mr. Kidder, who was named chairman in May; Mr. Marchionne, Alfredo Altavilla, chief executive of Fiat Powertrain Technologies; and James Blanchard, the former Michigan governor who was appointed to

represent the interests of a United Auto Workers union health-care trust fund.

The board reflects the new ownership of the Auburn Hills, Mich.-based auto maker, which emerged last month from 42 days in bankruptcy proceedings. The U.S. government took an 8% stake of the revamped Chrysler in exchange for \$9 billion of loans. Fiat, which is providing Chrysler with small-car designs and engines it can build and sell in the U.S., has a 20% stake. The UAW health-care trust fund has a 55% stake.

The U.S. government appointed four of the directors: Messrs. Kidder, Steenland, Stuart and Thompson, according to a person familiar with the matter. Fiat appointed Messrs. Wolf, Marchionne and Altavilla, and the Canadian government appointed Mr. Gosbee, this person said.



Douglas Steenland



Scott Stuart

Political Criteria Factored Into GM Plant

Continued from the prior page Democratic stronghold. The Orion site, 35 miles from GM's Detroit headquarters, is also close to tens of thousands of current and former United Auto Workers union employees, whose pressure previously helped persuade GM to scrap plans to build the car overseas.

The area has one of the region's highest unemployment rates, at 12.4%, though the Wisconsin site's was even higher, at 12.9%. Janesville, by contrast, offered a less-expensive labor pool, according to people briefed on the plan. In Spring Hill, GM has a new, \$225 million paint shop. The Orion plant's paint shop needs to be replaced.

Set to emerge from bankruptcy within weeks, GM declined to disclose the factors it weighed in picking Orion, but said the process was free of political meddling.

"It's in the best interest of all involved to not discuss the selection criteria for the small-car plant," said GM spokeswoman Sherrie Childers Arb. "All three plants have individual merits, but when all told, the Orion plant scenario provided the best business case."

The federal government's outside role in the new GM has already raised concerns about the mixing of politics and commerce. Lawmakers, such as Rep. Barney Frank (D-Mass.), chairman of the powerful House Financial Services Committee, have squeezed GM to reject plant closures in their districts. Obama administration officials have prodded the car giant to develop smaller, more fuel-efficient cars.

The multistate tussle over the compact-car plant was itself the byproduct of political pressure. This spring, while seeking upward of \$50 billion



General Motors chose the Orion, Mich., factory over two other candidates to build its new compact car.

in federal assistance to shed debt and keep afloat, GM disclosed plans to import a new line of compact cars the size of a Toyota Yaris from China. That sparked an outcry from the UAW and from Congress, which put pressure on the Obama administration to persuade GM to drop the plan and build the cars in the U.S. GM, already deeply indebted to the government, agreed.

GM plans to invest more than \$800 million to retrofit the Orion plant, with the aim of building its first U.S.-made compacts by 2011. The operation is expected to employ 1,400 workers. The UAW agreed to allow GM to employ lower-cost workers making \$14 to \$16.23 an hour, compared with the current base wage of \$28 an hour, with less-expensive benefits than traditional assembly-line personnel.

Troy Clarke, GM's head of North American production, told reporters after the Orion announcement that GM was

confident "that we have the ability to do this on a very cost-competitive basis."

Even with the labor savings, analysts question the logic of building a compact car in the U.S. Margins are so tight that even Toyota and Honda have opted to build their smallest models in countries with lower labor costs.

"Virtually nobody makes cars that size in the U.S.," said CSM Worldwide automotive analyst Michael Robinet. "There is a reason why GM at the outset was going to bring this car in from China."

Various estimates peg GM's losses on U.S.-built small cars at roughly \$1,000 to \$2,000 per vehicle sold in recent years. Lawmakers and congressional staffers involved in the compact-car competition said GM acknowledged the company expected to struggle to break even on the venture.

GM views small cars as central to its bid to become what Mr. Clarke called "the greenest car company in the world."

Anticipating higher gasoline prices, the cars will be "more and more toward the sweet spot of the market" when they roll off the assembly line sometime after 2012, Mr. Clarke said.

Even before the competition got under way, GM officials told the U.S. auto task force in late May they were inclined to pick the Orion facility.

Tennessee's Sen. Corker said GM made it clear the winner would have to offer a large monetary incentive, a condition that put both Tennessee and Wisconsin at a disadvantage. "Our state doesn't write big checks," Mr. Corker said.

Michigan won the bidding by offering \$779 million in business tax credits over the next 20 years, along with \$130 million in federal funds for worker training. Local officials threw in another \$102 million in incentives.

In announcing the winner, Mr. Clarke said that the state of Michigan has put forward "a very, very, very good offer."

Total, CNPC Now Plan to Bid On Two Venezuelan Oil Sites

BY SIMON HALL

BEIJING—Total SA of France and state oil company China National Petroleum Corp. now plan to bid for two large oil blocks being auctioned in Venezuela, instead of one in which they had previously shown interest, two people involved in the bidding round said.

"Total and CNPC are now bidding for two heavy-oil blocks, and their bid includes building upgraded facilities to process the oil," one of the people said.

The near failure of Iraq's licensing round this past week, when just one of six bidders

was showing interest in Venezuelan concessions when they make final adjustments to their offers.

Coincidentally CNPC, in partnership with BP PLC, won the contract for Iraq's Rumaila oil field—Iraq's largest oil field and one of the world's biggest.

A successful auction in Venezuela would allow Caracas, by using funds from foreign companies, to develop oil reserves it can't afford to own on its own and help it trim dependency on the U.S. as the main buyer of its oil.

A CNPC spokesman on Friday said he had no information about the matter.

A spokesman for Total in

Continued from the prior page Cruz Guitar Co., a small California producer, recently introduced a "1929 model," which company President Richard Hoover says is "not so much about austerity. But it's simple, and most importantly, something that feels OK to indulge yourself in during difficult times." The 1929 sells for \$3,500.

Kurt Listug, chief executive of Taylor Guitars in El Cajon, Calif., says he has no intention of developing less expensive models. He doesn't believe the current slump will make any long-term changes in the types of guitars



hand. Pieces are fitted and glued by workers hunched over workbenches. Workers tune each guitar carefully to make sure its sound is true.

The upshot is extreme flexibility, which is critical in the recession, when fortunes turned swiftly and unexpectedly. The ability to come up with a new design quickly and without tearing apart a production process allowed Martin to get a lower priced product into stores without a huge investment.

Subtle differences in construction are crucial in acoustic guitars. In the case of the new

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THE NEW YORK TIMES, MONDAY, JULY 6, 2009

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re
GENERAL MOTORS
CORP., et al.

Chapter 11 Case No.
09-50028 (REG)

Debtors

(Jointly Administered)

NOTICE OF FINAL ORDER ESTABLISHING
NOTIFICATION PROCEDURES AND APPROVING
RESTRICTIONS ON CERTAIN TRANSFERS OF
INTERESTS IN THE DEBTORS' ESTATES

TO ALL PERSONS OR ENTITIES WITH EQUITY
INTERESTS IN THE DEBTORS:
PLEASE TAKE NOTICE that on June 1, 2009 (the
"Commencement Date"), General Motors Corporation
("GM") and certain of its subsidiaries and affiliates,
as debtors and debtors in possession (collectively,
the "Debtors") commenced a case under chapter 11
of title 11 of the United States Code (the "Bankruptcy
Code"). Section 362(a) of the Bankruptcy Code oper-
ates as a stay of any act to obtain possession of prop-
erty of the Debtors' estates or of property from the
Debtors' estates or to exercise control over property
of the Debtors' estates.

PLEASE TAKE FURTHER NOTICE that on June 25,
2009 the United States Bankruptcy Court, for the
Southern District of New York (the "Bankruptcy
Court"), having jurisdiction over this chapter 11 case,
upon motion of the Debtors (the "Motion"), entered a
final order (docket number 2539) (i) finding that the
Debtors' net operating loss carryforwards ("NOLs")
and certain other tax attributes, including their for-
eign tax credit and other excess credit carryforwards
(together with the NOLs, the "Tax Attributes") are
property of the Debtors' estates and are protected
by section 362(a) of the Bankruptcy Code; (ii) finding
that trading in GM common stock (the "GM Stock")
could severely limit the Debtors' ability to use the Tax
Attributes for purposes of the Internal Revenue Code
of 1986, as amended (the "Tax Code"); and (iii) ap-
proving the procedures set forth below to preserve
the Tax Attributes pursuant to sections 105(a) and
362(a) of the Bankruptcy Code retroactively effective
as of the Commencement Date (the "Final Order").

ANY ACQUISITION IN VIOLATION OF THE RESTRICTIONS
SET FORTH BELOW SHALL BE NULL AND
VOID AB INITIO AS AN ACT IN VIOLATION OF THE
AUTOMATIC STAY UNDER SECTIONS 106(A) AND
362 OF THE BANKRUPTCY CODE.

PLEASE TAKE FURTHER NOTICE that the following
procedures and restrictions have been approved by
the Bankruptcy Court and shall apply to holding and
trading in GM Stock:

(1) **Notice of Substantial GM Stock Ownership.** Any person or Entity (as such term is defined in
section 362 of the Code, including persons acting
pursuant to a formal or informal understanding
among themselves to make a coordinated acquisi-
tion) that beneficially owns, at any time on or after
the Commencement Date, GM Stock in an amount
sufficient to qualify such person or Entity as a Sub-
stantial Equityholder (as hereinafter defined) shall
file with the Court, and serve upon the Debtors, the
attorneys for the Debtors, and the attorneys for any
statutory committee of unsecured creditors appointed
in these cases (the "Creditors' Committee"), a No-
tice of Substantial Stock Ownership (a "Substantial
Ownership Notice") (visit www.nysb.uscourts.gov or
www.emcourtdocs.com), which describes specifically
and in detail the GM Stock ownership of such person
or Entity, on or before the date that is the later of, (a)
ten (10) days after the entry of the Interim Order or
Final Order, as applicable, and (b) ten (10) days after
that person or Entity qualifies as a Substantial Equity-
holder. At the holder's election, the Substantial Own-
ership Notice to be filed with the Court (but not such
notice served upon the Debtors, the attorneys for the
Debtors and the attorneys for the Creditors' Commit-
tee) may be redacted to exclude such holder's taxpay-
er identification number and the number of shares of
GM Stock that such holder beneficially owns.

(2) **Acquisition of GM Stock or Options.** At least fif-
teen (15) business days prior to the proposed date of
any transfer of equity securities (including Options,
as hereinafter defined, to acquire such securities)
that would result in an increase in the amount of GM
Stock beneficially owned by any person or Entity that
currently is or subsequently becomes a Substantial
Equityholder or that would result in a person or Entity
becoming a Substantial Equityholder (a "Proposed
Equity Acquisition Transaction"), such person, En-
tity or Substantial Equityholder (a "Proposed Equity
Transferee") shall file with the Court, and serve upon
the Debtors, the attorneys for the Debtors, and the
attorneys for the Creditors' Committee, a Notice of
Intent to Purchase, Acquire, or Otherwise Accumu-
late GM Stock (an "Equity Acquisition Notice") (visit
www.nysb.uscourts.gov or www.emcourtdocs.com),
which describes specifically and in detail the pro-
posed transaction in which GM Stock is to be ac-
quired. At the holder's election, the Equity Acquisi-
tion Notice that is filed with the Court (but not such
notice served upon the Debtors, the attorneys for the
Debtors and the attorneys for the Creditors' Commit-
tee) may be redacted to exclude such holder's taxpay-
er identification number and the number of shares of
GM Stock that such holder beneficially owns and pro-
poses to purchase or otherwise acquire.

(3) **Disposition of GM Stock or Options.** At least fif-
teen (15) business days prior to the proposed date of
any transfer or other disposition of equity securities
(including Options to acquire such securities) that
would result in a decrease in the amount of GM Stock
beneficially owned by a Substantial Equityholder or
that would result in a person or Entity ceasing to be
a Substantial Equityholder (a "Proposed Equity Dis-
position Transaction"), and together with a Proposed
Equity Acquisition Transaction, a "Proposed Equity
Transaction"), such person, Entity, or Substantial
Equityholder (a "Proposed Equity Transferor") shall
file with the Court, and serve upon the Debtors,
the attorneys for the Debtors, and the attorneys for
the Creditors' Committee, a Notice of Intent to Sell,
Trade, or Otherwise Transfer GM Stock (an "Equity
Disposition Notice"), and together with an Equity Ac-
quisition Notice, an "Equity Trading Notice") (visit
www.nysb.uscourts.gov or www.emcourtdocs.com),
which describes specifically and in detail the pro-
posed transaction in which GM Stock would be trans-
ferred. At the holder's election, the Equity Disposition
Notice that is filed with the Court (but not such notice

served upon the Debtors, the attorneys for the De-
btors and the attorneys for the Creditors' Committee)
may be redacted to exclude such holder's taxpay-
er identification number and the number of shares of
GM Stock that such holder beneficially owns and pro-
poses to sell or otherwise transfer. The Debtors and the
Creditors' Committee shall have ten (10) business
days after the filing of an Equity Trading Notice (the
"Equity Objection Deadline") to file with the Court and
serve on a Proposed Equity Transferee or a Proposed
Equity Transferor, as the case may be, an objection
to any proposed transfer of equity securities (including
Options to acquire such securities), described in
such Equity Trading Notice on the grounds that such
transfer may adversely affect the Debtors' ability to
utilize the Tax Attributes (an "Equity Objection"). As a
result of an ownership change under section 382 of
section 383 of the Tax Code:

(i) If the Debtors or the Creditors' Committee file
an Equity Objection by the Equity Objection Deadline,
then the Proposed Equity Transaction shall not be ef-
fective unless approved by a final and nonappealable
order of this Court.

(ii) If the Debtors or the Creditors' Committee do
not file an Equity Objection by the Equity Objection
Deadline, or if the Debtors and the Creditors' Com-
mittee provide written authorization to the Proposed
Equity Transferee or the Proposed Equity Transferor,
as the case may be, approving the Proposed Equity
Transaction, prior to the Equity Objection Deadline,
then such Proposed Equity Transaction may proceed
solely as specifically described in the Equity Trading
Notice. Any further Proposed Equity Transaction
must be the subject of additional notices as set forth
herein with an additional fifteen (15) business day
waiting period.

(5) **Unauthorized Transactions in GM Stock or Op-
tions.** Effective as of the Commencement Date and
until further order of the Court to the contrary, any
acquisition, disposition or other transfer of equity se-
curities (including Options to acquire such securities)
of the Debtors in violation of the procedures set forth
herein shall be null and void ab initio as an act in
violation of the automatic stay under sections 105(a)
and 362 of the Bankruptcy Code.

(6) **Definitions.** For purposes of the Final Order, the
following terms have the following meanings:

(i) **Substantial Equityholder.** A "Substantial En-
quityholder" is any person or Entity that beneficially
owns at least 27,000,000 shares of GM's common
stock ("GM Common Stock") (representing approxi-
mately 4.5% of all issued and outstanding shares of
GM's common stock).

(ii) **Beneficial Ownership.** "Beneficial Ownership"
(or any variation thereof of GM Stock and Options
to acquire GM Stock) shall be determined in ac-
cordance with applicable rules under section 382 of the
Tax Code, the U.S. Department of Treasury regula-
tions ("Treasury Regulations") promulgated there-
under and rulings issued by the Internal Revenue
Service, and, thus, to the extent provided in those
rules, from time to time shall include, without limita-
tion, (A) direct and indirect ownership (e.g., a holding
company would be considered to beneficially own all
stock owned or acquired by its subsidiaries), (B) own-
ership by a holder's family members and any group
of persons acting pursuant to a formal or informal
understanding to make a coordinated acquisition of
stock, and (C) in certain cases to the extent set forth
in Treasury Regulations Section 1.382-4, the own-
ership of an Option to acquire GM Stock.

(iii) **Option.** An "Option" to acquire stock includes
any contingent purchase, warrant, convertible debt,
put, stock subject to risk of forfeiture, contract to ac-
quire stock, or similar interest regardless of whether
it is contingent or otherwise not currently exercisable,
and

(iv) **GM Stock.** "GM Stock" shall mean GM Com-
mon Stock. For the avoidance of doubt, by operation
of the definition of beneficial ownership, an owner of
an Option to acquire GM Stock may be treated as the
owner of such GM Stock.

**FAILURE TO FOLLOW THE PROCEDURES SET
FORTH IN THIS NOTICE WILL CONSTITUTE A VIOLA-
TION OF THE AUTOMATIC STAY PRESCRIBED BY
SECTION 362 OF THE BANKRUPTCY CODE.**

**ANY PROHIBITED ACQUISITION OR OTHER TRANS-
FER OF GM STOCK IN VIOLATION OF THE FINAL OR-
DER WILL BE NULL AND VOID AB INITIO AND MAY
LEAD TO CONTEMPT, COMPENSATORY DAMAGES,
PUNITIVE DAMAGES, OR SANCTIONS BEING IM-
POSED BY THE BANKRUPTCY COURT.**

**THE DEBTORS MAY WAIVE, IN WRITING, ANY AND
ALL RESTRICTIONS, STAYS, AND NOTIFICATION
PROCEDURES CONTAINED IN THE FINAL ORDER,
PROVIDED THAT PENDING AND AFTER THE 363
TRANSACTION, THE DEBTORS SHALL NOT GRANT
ANY WAIVER WITHOUT THE WRITTEN CONSENT OF
NEW GM, WHICH CONSENT SHALL NOT BE UNREA-
SONABLY WITHHELD.**

PLEASE TAKE FURTHER NOTICE that a copy of the
Motion (including exhibits) is available for inspection
by accessing the website of the Bankruptcy Court
at www.nysb.uscourts.gov, or of the Debtors' notice
and claims agent, The Garden City Group, Inc., at
www.gcgny.com.

PLEASE TAKE FURTHER NOTICE that any person or
entity desirous of acquiring an interest restricted by
the Final Order may request relief for cause at any
time and the Debtors may oppose such relief.

PLEASE TAKE FURTHER NOTICE that the require-
ments set forth in this Notice are in addition to the
requirements of Bankruptcy Rule 3001(e) and appli-
cable securities, corporate, and other laws, and do
not excuse compliance therewith.

BY ORDER OF THE COURT
Dated, New York, New York
June 25, 2009

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone (212) 310-8000
Facsimile (212) 310-8007
Attorneys for Debtors
and Debtors in Possession

All capitalized terms not expressly defined herein
shall have the meaning ascribed to them in the Motion.

A Father of Netscape Begins A Silicon Valley Venture Firm

BY CLAIRE CAIN MILLER

The man who popularized the
Web browser has started a ven-
ture capital fund to back the next
generation of new technologies.

Marc Andreessen, who co-
founded Netscape, is announcing
on Monday that he and Ben Hor-
owitz, a longtime business associ-
ate, have raised \$300 million that
they intend to invest in technol-
ogy companies. The venture cap-
ital firm, Andreessen Horowitz,
will risk small sums, as little as
\$50,000, on new ideas.

Then, if they work, they will
put in more money, as much as
\$50 million, for the companies to

**Starting small to see
what ideas have the
most promise.**

grow globally. The fund will have
its offices on Sand Hill Road, the
stretch in Menlo Park, Calif., that
is home to top venture firms.

Andreessen Horowitz will be
testing a theory of investing, one
that has lost favor in recent years
in Silicon Valley, that smaller
funds making smaller invest-
ments in very young companies
will yield higher returns.

Five-year returns in the ven-
ture capital industry, which
reached 48 percent in 2000 at the
height of the dot-com bubble,
were just 6 percent through 2008,
according to the National Ven-
ture Capital Association. Venture
investors make much of their
money when their start-ups go
public, but only four have sold
shares to the public this year.

Andreessen Horowitz plans to
look for companies like Face-
book, where Mr. Andreessen is a
director. Facebook started with
just \$500,000 but has since raised

\$600 million to grow.

The partners, who also co-
founded Opsware, a software
company they sold to Hewlett-
Packard, said they planned to
stick with what they know. Al-
most all of the companies in
which they invest will be in Sil-
icon Valley, they said. That is un-
usual these days, when many
funds set up shop in China, India
and other countries.

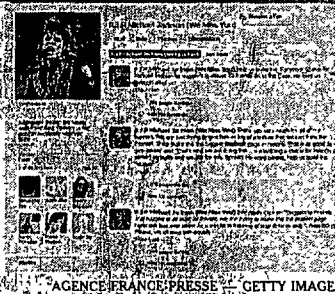
They will also invest only in in-
formation technology companies
— "anything with a chip or any-
thing that runs software," Mr. An-
dreessen said — another rarity
these days. "We will not be doing
biotech or clean tech," he said,
then added jokingly: "We prob-
ably won't even recycle."

Instead, they will focus on
start-ups that do networking and
storage, consumer Internet ser-
vices and cloud computing. They
are also excited about consumer
electronics. "Silicon Valley com-
panies are becoming a major
force in consumer electronics
again. It's sort of back to the fu-
ture," Mr. Andreessen said, point-
ing to the success of the Flip vid-
eo camera, whose maker, Pure
Digital, was sold to Cisco in May.

Mr. Andreessen and Mr. Hor-
owitz have already been making
angel investments together for
four years. They have put \$4 mil-
lion into 45 companies, including
Twitter; Qik, a service that pub-
lishes live video from mobile
phones; and Aliph, which makes
the Jawbone Bluetooth headset.

Through that investing, they
have a method to figure out
whether to bet on a new idea. Mr.
Andreessen focuses on a new
technology and the potential
market, while Mr. Horowitz an-
alyzes whether an entrepreneur is
capable of executing, they said.

"In the venture capital busi-
ness, 15 companies a year still de-
liver 97 percent of returns," Mr.
Horowitz said. "The key to suc-
cess is still finding those 15."



Michael Jackson Rocks the Web

As news of Michael Jackson's
death began to spread June 25,
the crush of people flocking to the
Web for information overloaded
several sites and services, caus-
ing AOL's instant messaging
service, news sites, Twitter and
Wikipedia to buckle under the
strain.

But just how much traffic are
we talking about? Compete, a
Web analytics firm based in Bos-
ton, crunched some numbers and
came up with a few data points to
help illustrate the surge.

It found that there were 9.98
million queries for the terms "Mi-
chael" and "Jackson" across the
top 25 search engines and news
and social media sites in the
week ended June 27. Compete
said that was more than 24 times
the amount of queries for infor-
mation using the terms "Iran"
and "election" during the week
before.

Google, which said that its sys-
tems initially interpreted the
spike in searches as an attack,
fielded the most requests, han-
dling 61 percent of the queries.

Yahoo Music pulled in a hefty
45 percent of Web surfers seeking
the pop idol's albums, music vid-
eos and merchandise, according
to Compete. YouTube ranked a
distant second with 23 percent.

Compete said Yahoo's domi-
nance was probably because of
spillover from its coverage of Mr.
Jackson's hospitalization. Yahoo
said its coverage broke traffic
records, generating 800,000 clicks
in the first 10 minutes that the
item was posted.

JENNA WORTHAM

Twitter Coming

Microsoft is d
the hot new are
search. The con
week that Bing,
gine unveiled
would begin inc
output of popul
its search resul

"There has b
sion of real-time
premium on im
that has been c
by Twitter," wr
general managi
search technol
con Valley, in a
the feature. "W
ing this phenon
interest and list
what consumer
this space."

The change v
number of Twit
searches. When
example, "Al G
Gore tweets" o
Bing search bo
will be the mos
updates from t
president. Mic
picked a few th
counts based o
followers and t
tweets they pr
clude the actor
Kara Swisher, i
nalist; Danny S
analyst; and so
that are popula
will update the
ery 60 seconds

The new ser
volve any spec
tween Microso
Microsoft deve
lic application
terfaces that T
able to anyone

Although all
gines index Tw
some older tw
first major sea
integrating wi
way. This coul
up the buzz it l
the last month

COMMERCIAL REAL ESTATE BUSINESS OPPORTUNITIES

OFFICE SPACE

(100)

Offices-Manhattan 105
35 ST W, #147 B'ham Broadway & 7th
500, 1000 & 2000 sq ft, totally renovated,
New windows, 7 days/week NO FEE
falconproperties.com 212-302-3000
38 ST W, #325 OFF 8th AVE
500, 700, 1400 sq ft Totally redo ofcs
New elevs 24-hr Drmtn Internet access
falconproperties.com 212-302-3000

COMMERCIAL & INDUSTRIAL PROPERTIES

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